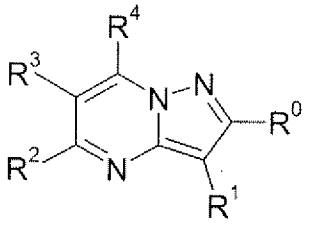
AMENDMENTS TO THE CLAIMS

1(currently amended).A compound of Formula (I)



(I)

wherein

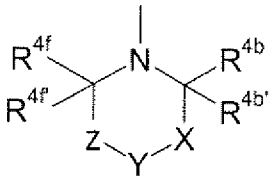
R^0 is an optionally substituted aryl or an optionally substituted heteroaryl;

R^1 is an optionally substituted aryl ~~or an optionally substituted heteroaryl~~;

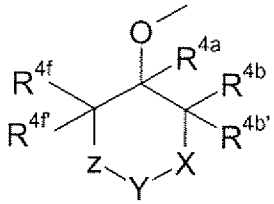
R^2 and R^3 are each independently hydrogen, halo, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, or $(C_1\text{-}C_4)$alkoxy;

R^4 is

(i) a group having Formula (IA) or Formula (IB)



IA



IB

where R^{4a} is hydrogen or $(C_1\text{-}C_3)$alkyl;

R^{4b} and $R^{4b'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl)$_2$N-C(O)-, $(C_1\text{-}C_6)$alkylamino-, $((C_1\text{-}C_4)\text{alkyl})_2$amino-, $(C_3\text{-}C_6)$cycloalkylamino-, acylamino-, aryl$(C_1\text{-}C_4)$alkylamino-, heteroaryl$(C_1\text{-}C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or $-C(R^{4d})(R^{4d'})-$, where R^{4d} and $R^{4d'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety

selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; and

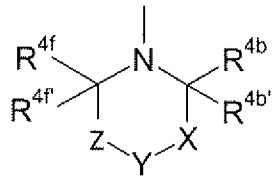
R^{4f} and $R^{4f'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; or

(ii) -O-R^5, where R^5 taken together with R^3 forms a 5- to 6-membered partially saturated heterocyclic ring optionally containing an additional oxygen, or a 5-membered heteroaryl, said heterocyclic ring and said heterocyclic ring being optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, ~~a prodrug of said compound or said salt,~~ or a solvate or hydrate of said compound, <u>or</u> said salt ~~or said prodrug~~.

2(original). The compound of Claim 1 wherein R^4 is a group having Formula (IA)



<u>IA</u>

where,

R^{4b} and $R^{4b'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl$)_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or $-C(R^{4d})(R^{4d'})-$, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl$)_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $(C_1-$

C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2$-, or -C(R^{4e})($R^{4e'}$)-, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,
or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or

fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

3(original). The compound of Claim of 2 wherein

R^0 and R^1 are each independently a substituted phenyl;

R^{4b} is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

$R^{4b'}$ is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

$R^{4f'}$ is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

4(original). The compound of Claim 3 wherein

X is $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, or $((C_1\text{-}C_4)\text{alkyl})_2N\text{-}C(O)$-, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_3\text{-}C_6)$cycloalkyl, $(C_1\text{-}C_3)$alkylsulfonyl, $(C_1\text{-}C_3)$alkylaminosulfonyl, di$(C_1\text{-}C_3)$alkylaminosulfonyl, acyl, $(C_1\text{-}C_6)$alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, or

$((C_1\text{-}C_4)alkyl)_2N\text{-}C(O)$-, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

5(original). The compound of Claim 4 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1\text{-}C_3)$alkylsulfonyl, $(C_1\text{-}C_3)$alkylaminosulfonyl, di$(C_1\text{-}C_3)$alkylaminosulfonyl, acyl, $(C_1\text{-}C_6)$alkyl-O-C(O)-, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

6(original). The compound of Claim 5 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1\text{-}C_3)$alkylsulfonyl, $(C_1\text{-}C_3)$alkylaminosulfonyl, di$(C_1\text{-}C_3)$alkylaminosulfonyl, acyl, and $(C_1\text{-}C_6)$alkyl-O-C(O)-, where said moiety is optionally substituted with 1-3 fluorines,
or $R^{4d''}$ is a heteroaryl, where said heteroaryl is optionally substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, $(C_1\text{-}C_3)$alkoxy, $(C_1\text{-}C_3)$alkyl, and fluoro-substituted $(C_1\text{-}C_3)$alkyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

7(original). The compound of Claim 4, 5 or 6 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

8(original). The compound of Claim 7 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from

the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

9(original). The compound of Claim 8 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

10(original). The compound of Claim 9 selected from the group consisting of

3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methyl-7-(4-methylpiperazin-1-yl)-pyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methyl-7-(4-pyrimidin-2-yl-piperazin-1-yl)-pyrazolo[1,5-a]pyrimidine;

3-(4-chloro-phenyl)-2-(2-chlorophenyl)-7-[(1S,4S)-5-methanesulfonyl-2,5-diazabicyclo[2.2.1]hept-2-yl]-5-methylpyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methyl-7-[4-(propane-2-sulfonyl)-piperazin-1-yl]-pyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-ethanesulfonyl-piperazin-1-yl)-5-methylpyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-methanesulfonylpiperazin-1-yl)-5-methylpyrazolo[1,5-a]pyrimidine;

1-{4-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-piperazin-1-yl}-ethanone;

4-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-piperazine-1-carboxylic acid tert-butyl ester;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methyl-7-[(1S,4S)-5-(propane-2-sulfonyl)-2,5-diazabicyclo[2.2.1]hept-2-yl]-pyrazolo[1,5-a]pyrimidine;

1-{(1S,4S)-5-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-2,5-diazabicyclo[2.2.1]hept-2-yl}-ethanone; and

(1S,4S)-5-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-2,5-diazabicyclo[2.2.1]heptane-2-carboxylic acid tert-butyl ester

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

11(original). The compound of Claim 3 wherein Y is $-C(R^{4d})(R^{4d'})-$, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl$)_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4d'}$ is hydrogen, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

12(original). The compound of Claim 11 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen;

R^{4d} is amino, (C_1-C_6)alkylamino, di(C_1-C_4)alkylamino, (C_3-C_6)cycloalkylamino, acylamino, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-; and

$R^{4d'}$ is (C_1-C_6)alkyl, $H_2NC(O)-$, (C_1-C_4)alkyl-NH-C(O)-, or $((C_1-C_4)$alkyl$)_2$N-C(O)-, or aryl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

13(original). The compound of Claim 12 wherein

X is a bond or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

14(original). The compound of Claim 13 wherein R^{4d} is amino, (C_1-C_6)alkylamino, di(C_1-C_4)alkylamino, (C_3-C_6)cycloalkylamino; and

$R^{4d'}$ is $H_2NC(O)-$, (C_1-C_4)alkyl-NH-C(O)-, or ((C_1-C_4)alkyl)$_2$N-C(O)-;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

15(original). The compound of Claim 11, 12, 13 or 14 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

16(original). The compound of Claim 15 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

17(original). The compound of Claim 16 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

18(original). The compound of Claim 17 selected from the group consisting of

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-4-ethylaminopiperidine-4-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-4-isopropylaminopiperidine-4-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-6-methylpyrazolo[1,5-a]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5,6-dimethylpyrazolo[1,5-a]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-3-methylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-6-methylpyrazolo[1,5-a]pyrimidin-7-yl]-3-methylaminoazetidine-3-carboxylic acid amide; and

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-6-methylpyrazolo[1,5-a]pyrimidin-7-yl]-4-ethylaminopiperidine-4-carboxylic acid amide;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

19(original). The compound of Claim 18 selected from the group consisting of

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-4-isopropylaminopiperidine-4-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide; and

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-3-methylaminoazetidine-3-carboxylic acid amide;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

20(original). The compound of Claim 11 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen;

R^{4d} is hydrogen, hydroxy, amino, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_6)alkylamino-, and di(C_1-C_4)alkylamino-, where said moiety is optionally substituted with one or more substituents; and

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, aryl and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

21(original). The compound of Claim 20 wherein

X is a bond or -C(R^{4c})($R^{4c'}$)-, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond or -C(R^{4e})($R^{4e'}$)-, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

22(original). The compound of Claim 21 wherein

R^{4c} and $R^{4c'}$ are each hydrogen or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond;

R^{4d} is hydrogen, hydroxy, amino, or a chemical moiety selected from the group consisting of (C_1-C_6)alkoxy, acyl, (C_1-C_6)alkylamino-, and di(C_1-C_4)alkylamino-;

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl and aryl, where said moiety is optionally substituted with one or more substituents; and

R^{4e} and $R^{4e'}$ are hydrogen or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

23(original). The compound of Claim 20, 21, or 22 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

24(original). The compound of Claim 23 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

25(original). The compound of Claim 24 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

26(original). The compound of Claim 25 selected from the group consisting of

1-{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-4-phenylpiperidin-4-yl}-ethanone;

3-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-3-(1a,5a,6a)-azabicyclo[3.1.0]hex-6-ylamine;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-4-(4-fluorophenyl)-piperidin-4-ol; and

4-benzyl-1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-piperidin-4-ol;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

27(original). The compound of Claim 11 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen; and

R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring or said lactam ring optionally contains an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

28(original). The compound of Claim 27 wherein

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

29(original). The compound of Claim 27 wherein R^{4d} and $R^{4d'}$ taken together form a 5-6 membered lactam ring, where said lactam ring is optionally substituted with one or more substituents and optionally contains an additional heteroatom selected from nitrogen or oxygen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

30(original). The compound of Claim 29 wherein

X is a bond or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

31(original). The compound of Claim 27, 28, 29 or 30 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

32(original). The compound of Claim 31 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

33(original). The compound of Claim 32 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

34(original). The compound of Claim 33 selected from the group consisting of

8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-1-isopropyl-1,3,8-triazaspiro[4.5]decan-4-one; and

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-5-methyl-2,5,7-triazaspiro[3.4]octan-8-one;

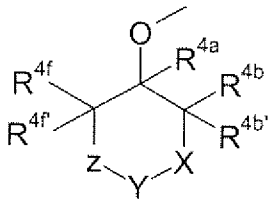
a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

35(original). The compound of Claim 34 which is

8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidin-7-yl]-1-isopropyl-1,3,8-triazaspiro[4.5]decan-4-one;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

36(original). The compound of Claim 1 wherein R^4 is a group of Formula (IB)



IB

where R^{4a} is as defined in Claim 1;

R^{4b} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, acyloxy, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)alkyl)_2$N-C(O)-, $(C_1$-$C_6)$alkylamino-, $((C_1$-$C_4)alkyl)_2$amino-, $(C_3$-$C_6)$cycloalkylamino-, acylamino-, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4b'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)alkyl)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2$- or $-C(R^{4c})(R^{4c'})$-, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, acyloxy, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)alkyl)_2$N-C(O)-, $(C_1$-$C_6)$alkylamino-, $((C_1$-$C_4)alkyl)_2$amino-, $(C_3$-$C_6)$cycloalkylamino-, acylamino-, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-

C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -C(R^{4d})($R^{4d'}$)-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

Y is –N$R^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, –CH_2CH_2-, or -C(R^{4e})($R^{4e'}$)-, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocyclic ring, and a partially or fully saturated

carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, acyloxy, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, $(C_1$-$C_6)$alkylamino-, $((C_1$-$C_4)$alkyl$)_2$amino-, $(C_3$-$C_6)$cycloalkylamino-, acylamino-, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents; and

$R^{4f'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

37(original). The compound of Claim 36 wherein

R^0 and R^1 are each independently a substituted phenyl;

R^{4a}, R^{4b}, $R^{4b'}$, R^{4f} and $R^{4f'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

38(original). The compound of Claim 37 wherein

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or (C_1-C_6)alkyl;

Y is $-NR^{4d''}-$, where $R^{4d''}$ is hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or (C_1-C_6)alkyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

39(original). The compound of Claim 37 or 38 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

40(original). The compound of Claim 39 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

41(original). The compound of Claim 40 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

42(original). The compound of Claim 41 selected from the group consisting of

7-(1-benzylpyrrolidin-3-yloxy)-3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(1-cyclohexylazetidin-3-yloxy)-5-methylpyrazolo[1,5-a]pyrimidine; and

7-(1-tert-butylazetidin-3-yloxy)-3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidine;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

43(original). The compound of Claim 1 wherein R^4 is -O-R^5, where R^5 taken together with R^3 forms a 5- to 6-membered partially saturated heterocyclic ring or a 5- to 6-membered heteroaryl, said heterocyclic ring and said heteroaryl optionally containing an additional oxygen and being optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

44(original). The compound of Claim 43 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

45(original). The compound of Claim 44 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

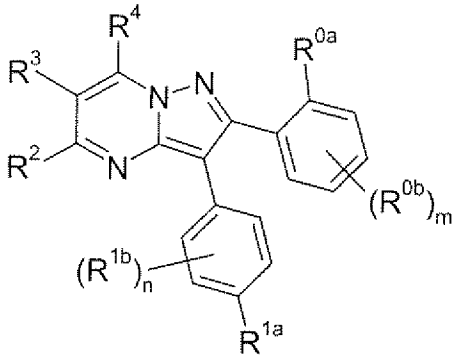
a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

46(original). The compound of Claim 45 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

47(original). The compound of Claim 46 which is 3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-iodomethyl-6,7-dihydro-8-oxa-1,4,8b-triaza-as-indacene.

48(original). A compound of Formula (II)



(II)

wherein

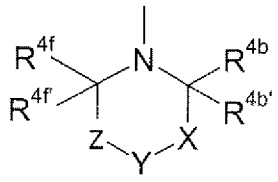
R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently halo, $(C_1$-$C_4)$alkoxy, $(C_1$-$C_4)$alkyl, halo-substituted $(C_1$-$C_4)$alkyl, or cyano;

n and m are each independently 0, 1 or 2;

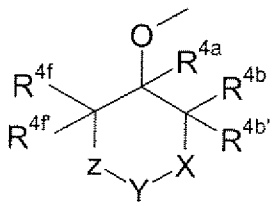
R^2 and R^3 are each independently hydrogen, halo, $(C_1$-$C_4)$alkyl, halo-substituted $(C_1$-$C_4)$alkyl, or $(C_1$-$C_4)$alkoxy;

R^4 is

(i) a group having Formula (IA) or Formula (IB)



IA



IB

where R^{4a} is hydrogen or $(C_1$-$C_3)$alkyl;

R^{4b} and $R^{4b'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-

C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, -CH_2CH_2- or -C(R^{4c})($R^{4c'}$)-, where R^{4c} and $R^{4c'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -C(R^{4d})($R^{4d'}$)-, where R^{4d} and $R^{4d'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said

lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where the moiety is optionally substituted with one or more substituents;

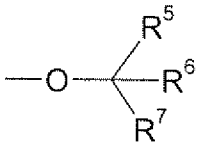
Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocyclic ring, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

(ii) a group having Formula (IC)



IC

where R^5 and R^6 are each independently hydrogen or $(C_1$-$C_4)$alkyl, and R^7 is an optionally substituted $(C_1$-$C_4)$alkyl-, or an optionally substituted 4-6 membered partially or fully saturated heterocylic ring containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen,

or R^5 and R^6 or R^5 and R^7 taken together form a 5-6 membered lactone, 4-6 membered lactam, or a 4-6 membered partially or fully saturated heterocycle containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, where said lactone, said lactam and said heterocycle are optionally substituted with one or more substituents,

or R^5, R^6 or R^7 taken together with R^3 forms a 5- to 6-membered partially saturated heterocyclic ring or a 5- to 6-membered heteroaryl, where said heterocyclic ring and said heteroaryl optionally contain an additional oxygen and are optionally substituted with one or more substituents;

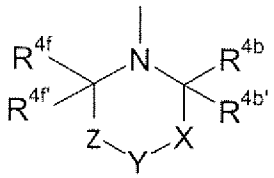
(iii) an amino group having attached thereto at least one chemical moiety selected from the group consisting of $(C_1$-$C_8)$alkyl, aryl$(C_1$-$C_4)$alkyl, a 3-8 membered partially or fully saturated carbocyclic ring, hydroxy$(C_1$-$C_6)$alkyl, $(C_1$-$C_3)$alkoxy$(C_1$-$C_6)$alkyl, heteroaryl$(C_1$-$C_3)$alkyl, and a fully or partially saturated heterocycle, where said chemical moiety is optionally substituted with one or more substituents;

(iv) an $(C_1$-$C_6)$alkyl group having attached thereto at least one chemical moiety selected from the group consisting of hydroxy, $(C_1$-$C_6)$alkoxy, amino, $(C_1$-$C_6)$alkylamino, di$((C_1$-$C_6)$alkyl)amino $(C_1$-$C_3)$alkylsulfonyl, $(C_1$-$C_3)$alkylsulfamyl, di$((C_1$-$C_3)$alkyl)sulfamyl, acyloxy, a fully or partially saturated heterocycle, and a fully or partially saturated carbocyclic ring, where said chemical moiety is optionally substituted with one or more substituents; or

(v) an optionally substituted aryl or optionally substituted heteroaryl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of the compound or the salt.

49(original). The compound of Claim 48 wherein R^4 is a group of Formula (IA);



IA

where,

R^{4b} and $R^{4b'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $(C_1-C_4)alkyl)_2N$-C(O)-, aryl, heteroaryl, a partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $(C_1-C_4)alkyl)_2N$-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)alkyl)_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $(C_1-C_4)alkyl)_2N$-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or $-C(R^{4d})(R^{4d'})-$, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $(C_1-C_4)alkyl)_2N$-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)alkyl)_2$amino-, (C_3-C_6)cycloalkylamino-,

acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2$-, or $-C(R^{4e})(R^{4e'})$-, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

50(original). The compound of Claim of 49 wherein

R^{4b} is hydrogen, an optionally substituted $(C_1$-$C_3)$alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

$R^{4b'}$ is hydrogen, an optionally substituted $(C_1$-$C_3)$aikyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, an optionally substituted $(C_1$-$C_3)$alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

$R^{4f'}$ is hydrogen, an optionally substituted $(C_1$-$C_3)$alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

51(original). The compound of Claim 50 wherein

X is $-C(R^{4c})(R^{4c'})$-, where R^{4c} and $R^{4c'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from $(C_1$-$C_6)$alkyl, $(C_1$-$C_4)$alkyl-NH-C(O)-, or $((C_1$-$C_4)$alkyl$)_2$N-C(O)-, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is $-NR^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_3$-$C_6)$cycloalkyl, $(C_1$-$C_3)$alkylsulfonyl, $(C_1$-

C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is -C(R^{4e})($R^{4e'}$)-, where R^{4e} and $R^{4e'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from (C_1-C_6)alkyl, (C_1-C_4)alkyl-NH-C(O)-, or ((C_1-C_4)alkyl)$_2$N-C(O)-, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

52(original). The compound of Claim 51 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, (C_1-C_6)alkyl-O-C(O)-, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

53(original). The compound of Claim 52 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, and (C_1-C_6)alkyl-O-C(O)-, where said moiety is optionally substituted with 1-3 fluorines,

or $R^{4d''}$ is a heteroaryl, where said heteroaryl is optionally substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_3)alkoxy, (C_1-C_3)alkyl, and fluoro-substituted (C_1-C_3)alkyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

54(original). The compound of Claim 51, 52, or 53 wherein R^{0a}, R^{0a}, R^{1a} and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

55(original). The compound of Claim 54 wherein R^{0a}, R^{0a}, R^{1a} and R^{1b} are each independently selected from the group consisting of chloro, fluoro, $(C_1$-$C_4)$alkoxy, $(C_1$-$C_4)$alkyl, fluoro-substituted $(C_1$-$C_4)$alkyl), and cyano; and
n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

56(original). The compound of Claim 50 wherein Y is $-C(R^{4d})(R^{4d'})-$, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, acyloxy, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl)$_2$N-C(O)-, $(C_1$-$C_6)$alkylamino-, $((C_1$-$C_4)$alkyl)$_2$amino-, $(C_3$-$C_6)$cycloalkylamino-, acylamino-, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4d'}$ is hydrogen, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

57(original). The compound of Claim 56 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen;

R^{4d} is amino, $(C_1$-$C_6)$alkylamino, di$(C_1$-$C_4)$alkylamino, $(C_3$-$C_6)$cycloalkylamino, acylamino, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-; and

$R^{4d'}$ is $(C_1\text{-}C_6)$alkyl, $H_2NC(O)$-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, or $((C_1\text{-}C_4)alkyl)_2N\text{-}C(O)$-, or aryl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

58(original). The compound of Claim 57 wherein

X is a bond or $-C(R^{4c})(R^{4c'})$-, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or $-C(R^{4e})(R^{4e'})$-, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

59(original). The compound of Claim 58 wherein R^{4d} is amino, $(C_1\text{-}C_6)$alkylamino, di$(C_1\text{-}C_4)$alkylamino, $(C_3\text{-}C_6)$cycloalkylamino; and

$R^{4d'}$ is $H_2NC(O)$-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, or $((C_1\text{-}C_4)alkyl)_2N\text{-}C(O)$-;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

60(original). The compound of Claim 56, 57, 58 or 59 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of halo, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

61(original). The compound of Claim 60 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of chloro, fluoro, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, fluoro-substituted $(C_1\text{-}C_4)$alkyl), and cyano; and

n and m are each independently selected from 0 or 1;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

62(original). The compound of Claim 56 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen;

R^{4d} is hydrogen, hydroxy, amino, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1$-

C_6)alkylamino-, and di(C_1-C_4)alkylamino-, where said moiety is optionally substituted with one or more substituents; and

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, aryl and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

63(original). The compound of Claim 62 wherein

X is a bond or -C(R^{4c})($R^{4c'}$)-, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond or -C(R^{4e})($R^{4e'}$)-, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

64(original). The compound of Claim 63 wherein

R^{4c} and $R^{4c'}$ are each hydrogen or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond;

R^{4d} is hydrogen, hydroxy, amino, or a chemical moiety selected from the group consisting of (C_1-C_6)alkoxy, acyl, (C_1-C_6)alkylamino-, and di(C_1-C_4)alkylamino-;

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl and aryl, where said moiety is optionally substituted with one or more substituents; and

R^{4e} and $R^{4e'}$ are hydrogen or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

65(original). The compound of Claim 62, 63, or 64 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

66(original). The compound of Claim 65 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of chloro, fluoro, $(C_1$-$C_4)$alkoxy, $(C_1$-$C_4)$alkyl, fluoro-substituted $(C_1$-$C_4)$alkyl), and cyano; and

n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

67(original). The compound of Claim 56 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen; and

R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring or said lactam ring optionally contains an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

68(original). The compound of Claim 67 wherein

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted $(C_1$-$C_6)$alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted $(C_1$-$C_6)$alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

69(original). The compound of Claim 68 wherein R^{4d} and $R^{4d'}$ taken together form a 5-6 membered lactam ring, where said lactam ring is optionally substituted with

one or more substituents and optionally contains an additional heteroatom selected from nitrogen or oxygen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

70(original). The compound of Claim 69 wherein

X is a bond or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

71(original). The compound of Claim 67, 68, 69 or 70 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

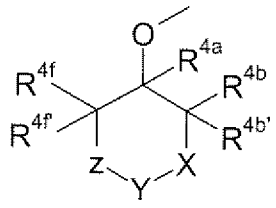
a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

72(original). The compound of Claim 71 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

73(original). The compound of Claim 48 wherein R^4 is a group of Formula (IB);



IB

where R^{4a} is as defined in Claim 43;

R^{4b} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-

C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4b'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, -CH_2CH_2- or -C(R^{4c})($R^{4c'}$)-, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -C(R^{4d})($R^{4d'}$)-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6

membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

Y is $-NR^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_3$-$C_6)$cycloalkyl, $(C_1$-$C_3)$alkylsulfonyl-, $(C_1$-$C_3)$alkylaminosulfonyl-, di$(C_1$-$C_3)$alkylaminosulfonyl-, acyl, $(C_1$-$C_6)$alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2$-, or $-C(R^{4e})(R^{4e'})$-, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, acyloxy, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, $(C_1$-$C_6)$alkylamino-, $((C_1$-$C_4)$alkyl$)_2$amino-, $(C_3$-$C_6)$cycloalkylamino-, acylamino-, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_1$-$C_6)$alkoxy, acyloxy, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, $(C_1$-$C_6)$alkylamino-, $((C_1$-$C_4)$alkyl$)_2$amino-, $(C_3$-$C_6)$cycloalkylamino-, acylamino-, aryl$(C_1$-$C_4)$alkylamino-, heteroaryl$(C_1$-$C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents; and

$R^{4f'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, acyl, $(C_1$-$C_3)$alkyl-O-C(O)-, $(C_1$-$C_4)$alkyl-NH-C(O)-, $(C_1$-$C_4)$alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

74(original). The compound of Claim 73 wherein

R^{4a}, R^{4b}, $R^{4b'}$, R^{4f} and $R^{4f'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

75(original). The compound of Claim 74 wherein

X is a bond, $-CH_2CH_2$- or $-C(R^{4c})(R^{4c'})$-, where R^{4c} and $R^{4c'}$ are each independently hydrogen or $(C_1$-$C_6)$alkyl;

Y is $-NR^{4d''}$-, where $R^{4d''}$ is hydrogen or a chemical moiety selected from the group consisting of $(C_1$-$C_6)$alkyl, $(C_3$-$C_6)$cycloalkyl, $(C_1$-$C_3)$alkylsulfonyl-, $(C_1$-$C_3)$alkylaminosulfonyl-, di$(C_1$-$C_3)$alkylaminosulfonyl-, acyl, $(C_1$-$C_6)$alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2$- or $-C(R^{4c})(R^{4c'})$-, where R^{4c} and $R^{4c'}$ are each independently hydrogen or $(C_1$-$C_6)$alkyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

76(original). The compound of Claim 74 or 75 wherein R^{0a}, R^{0b}, R^{1a} and R^{1b} are each independently selected from the group consisting of halo, $(C_1$-$C_4)$alkoxy, $(C_1$-$C_4)$alkyl, halo-substituted $(C_1$-$C_4)$alkyl, and cyano;

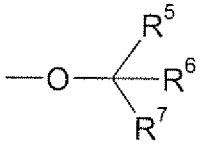
a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

77(original). The compound of Claim 76 wherein R^{0a}, R^{0b}, R^{1a} and R^{1b} are each independently selected from the group consisting of chloro, fluoro, $(C_1$-$C_4)$alkoxy, $(C_1$-$C_4)$alkyl, fluoro-substituted $(C_1$-$C_4)$alkyl), and cyano; and

n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

78(original). The compound of Claim 48 wherein R^4 is a group having Formula (IC)



IC

where R^5 and R^6 are each independently hydrogen or $(C_1$-$C_4)$alkyl, and R^7 is $(C_1$-$C_4)$alkyl-, halo-substituted $(C_1$-$C_4)$alkyl-, $(C_1$-$C_4)$alkoxy$(C_1$-$C_4)$alkyl-, $(C_1$-$C_4)$alkylamino$(C_1$-$C_4)$alkyl-, di$(C_1$-$C_4)$alkylamino$(C_1$-$C_4)$alkyl-, or a 4-6 membered partially or fully saturated heterocylic ring containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen,

or R^5 and R^6, or R^5 and R^7 taken together form a 5-6 membered lactone, 4-6 membered lactam, or a 4-6 membered partially or fully saturated heterocycle containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, where said lactone, said lactam and said heterocycle are optionally substituted with one or more substituents,

or R^5, R^6 or R^7 taken together with R^3 forms a 5- to 6-membered partially saturated heterocyclic ring or a 5- to 6-membered heteroaryl, where said heterocyclic ring and said

heteroaryl optionally contain an additional oxygen and are optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

79(original). The compound of Claim 78 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

80(original). The compound of Claim 79 wherein R^5 and R^6 are each independently hydrogen or $(C_1$-$C_4)$alkyl, and R^7 is $(C_1$-$C_4)$alkyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

81(original). The compound of Claim 79 wherein R^5, R^6 or R^7 taken together with R^3 forms a 5- to 6-membered partially saturated heterocyclic ring or a 5- to 6-membered heteroaryl, where said heterocyclic ring and said heteroaryl optionally contain an additional oxygen and are optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

82(original). The compound of Claim 79, 80 or 81 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

83(original). The compound of Claim 81 selected from the group consisting of

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-isopropoxy-5-methylpyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-ethoxypyrazolo[1,5-a]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(2,2,2-trifluoroethoxy)-pyrazolo[1,5-a]pyrimidine; and

7-allyloxy-3-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidine;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

84(original). The compound of Claim 48 wherein R^4 is an amino group having attached thereto at least one chemical moiety selected from the group consisting of (C_1-C_8)alkyl, aryl(C_1-C_4)alkyl, a 3-8 membered partially or fully saturated carbocyclic ring, hydroxy(C_1-C_6)alkyl, (C_1-C_3)alkoxy(C_1-C_6)alkyl, heteroaryl(C_1-C_3)alkyl, and a partially or fully saturated heterocycle, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

85(original). The compound of Claim 84 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

86(original). The compound of Claim 84 or 85 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

87(original). The compound of Claim 86 selected from the group consisting of

butyl-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-(2-morpholin-4-yl-ethyl)-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-(2-methoxyethyl)-amine; and

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-methylpyrazolo[1,5-a]pyrimidin-7-yl]-[2-(4-fluorophenyl)-ethyl]-amine;

a pharmaceutically acceptable salt thereof or a solvate or hydrate of said compound or said salt.

88(original). The compound of Claim 48 wherein R^4 is an $(C_1$-$C_6)$alkyl group having attached thereto at least one chemical moiety selected from the group consisting of hydroxy, $(C_1$-$C_6)$alkoxy, amino, $(C_1$-$C_6)$alkylamino, di$((C_1$-$C_6)$alkyl)amino $(C_1$-$C_3)$alkylsulfonyl, $(C_1$-$C_3)$alkylsulfamyl, di$((C_1$-$C_3)$alkyl)sulfamyl, acyloxy, a partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

89(original). The compound of Claim 88 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

90(original). The compound of Claim 88 or 89 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

91(original). The compound of Claim 48 wherein R^4 is an optionally substituted aryl or optionally substituted heteroaryl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

92(original). The compound of Claim 91 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

93(original). The compound of Claim 91 or 92 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt.

94(original). The compound of Claim 91 which is 3,7-bis-(4-chlorophenyl)-2-(2-chlorophenyl)-pyrazolo[1,5-a]pyrimidine.

95(currently amended). A pharmaceutical composition comprising (1) a compound of ~~any one of the preceding Claims~~ Claim 1, a pharmaceutically acceptable salt of said compound, or a solvate or hydrate of said compound or said salt; and (2) a pharmaceutically acceptable excipient, diluent, or carrier.

96(original). The composition of Claim 95 further comprising at least one additional pharmaceutical agent.

97(original). The composition of Claim 96 wherein said additional pharmaceutical agent is a nicotine receptor partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

98(original). The composition of Claim 97 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} or an analog thereof, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor analog, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, a leptin analog, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone or analog thereof, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

99(currently amended). A method for treating a disease, condition or disorder which is modulated by a cannabinoid receptor antagonist in animals comprising the step of administering to an animal in need of such treatment a therapeutically effective amount of a compound of Claim 1;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt;

wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is selected from the group consisting of weight loss, obesity, bulimia, depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism, tobacco abuse, dementia, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes.

100(cancelled).

101(original). The method of Claim 99 wherein said compound is administered in combination with a nicotine receptor partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

102(cencelled).

103(currently amended). The method of Claim 101 ~~or 102~~ wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} or an analog thereof, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor analog, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, a leptin analog, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone or analog thereof, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

104(cancelled).

105(currently amended). The method of ~~Claim 104~~ Claim 99 wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is obesity, bulimia, attention deficit disorder, Parkinson's disease, dementia, alcoholism, or tobacco abuse.

106(currently amended). A method for treating a disease, condition or disorder modulated by a cannabinoid receptor antagonist comprising the step of administering a pharmaceutical composition of Claim 95;

wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is selected from the group consisting of weight loss, obesity, bulimia, depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism, tobacco abuse, dementia, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes.

107(original). The method of Claim 106 wherein said pharmaceutical composition further comprises an additional pharmaceutical agent.

108(original). The method of Claim 107 wherein said additional pharmaceutical agent is a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

109(original). The method of Claim 108 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} or an analog thereof, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor analog, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, a leptin analog, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone or analog thereof, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor

antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

110(original). The method of Claim 106, 107, 108 or 109 wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is obesity, bulimia, attention deficit disorder, Parkinson's disease, dementia, alcoholism, or tobacco abuse.

111(currently amended). A method for treating a disease, condition or disorder which is modulated by a cannabinoid receptor antagonist in animals comprising the step of administering to an animal in need of such treatment a therapeutically effective amount of a compound of Claim 48;

a pharmaceutically acceptable salt thereof, or a solvate or hydrate of said compound or said salt;

wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is selected from the group consisting of weight loss, obesity, bulimia, depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism, tobacco abuse, dementia, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes.

112(cancelled).

113(original). The method of Claim 111 wherein said compound is administered in combination with a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

114(cancelled).

115(currently amended). The method of Claim 113 ~~or 114~~ wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} or an analog thereof, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor analog, a 5-HT2c receptor agonist, a melanin concentrating hormone

antagonist, leptin, a leptin analog, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone or analog thereof, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

116(cancelled).

117(original). The method of Claim 116 wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is obesity, bulimia, attention deficit disorder, Parkinson's disease, dementia, alcoholism, or tobacco abuse.

118(currently amended). A method for treating a disease, condition or disorder modulated by a cannabinoid receptor antagonist in animals comprising the step of administering to an animal in need of such treatment two separate pharmaceutical compositions comprising

(i) a first composition comprising a compound of Claim 1 or 48 and a pharmaceutically acceptable excipient, diluent, or carrier, and

(ii) a second composition comprising at least one additional pharmaceutical agent and a pharmaceutically acceptable excipient, diluent, or carrier; wherein said disease, condition or disorder modulated by a cannabinoid receptor antagonist is selected from the group consisting of weight loss, obesity, bulimia, depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism, tobacco abuse, dementia, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes.

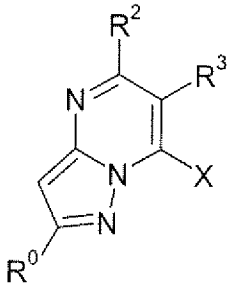
119(original). The method of Claim 118 wherein said at least one additional pharmaceutical agent is a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

120(original). The method of Claim 119 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} or an analog thereof, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor analog, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, a leptin analog, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone or analog thereof, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

121(original). The method of Claim 118 wherein said first composition and said second composition are administered simultaneously.

122(original). The method of Claim 118 wherein said first composition and said second composition are administered sequentially and in any order.

123(currently amended). A compound of Formula (1d)



(1d)

wherein

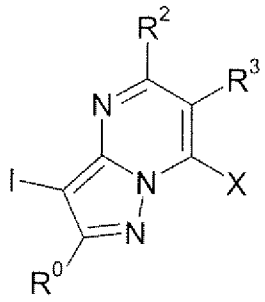
X is chlorine or bromine;

R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl ~~an optionally substituted aryl or an~~

~~optionally substituted heteroaryl, provided that R^0 is not phenyl, 3-chlorophenyl, or 3,4,5-trimethoxyphenyl~~; and

R^2 and R^3 are each independently hydrogen, halo, $(C_1$-$C_4)$alkyl, halo-substituted $(C_1$-$C_4)$alkyl, or $(C_1$-$C_4)$alkoxy.

124(currently amended). A compound of Formula (1e)



(1e)

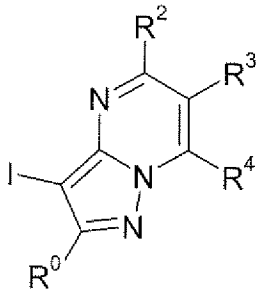
wherein

X is chloro or bromo;

R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl ~~an optionally substituted aryl or an optionally substituted heteroaryl~~; and

R^2 and R^3 are each independently hydrogen, halo, $(C_1$-$C_4)$alkyl, halo-substituted $(C_1$-$C_4)$alkyl, or $(C_1$-$C_4)$alkoxy.

125(currently amended). A compound of Formula (1d)



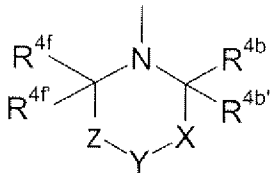
(1f)

R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl ~~an optionally substituted aryl or an optionally substituted heteroaryl~~;

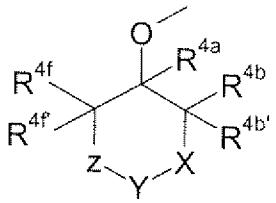
R^2 and R^3 are each independently hydrogen, halo, $(C_1$-$C_4)$alkyl, halo-substituted $(C_1$-$C_4)$alkyl, or $(C_1$-$C_4)$alkoxy; and

R^4 is

(i) a group having Formula (IA) or Formula (IB)



IA



IB

where R^{4a} is hydrogen or $(C_1\text{-}C_3)$alkyl;

R^{4b} and $R^{4b'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl$)_2$N-C(O)-, $(C_1\text{-}C_6)$alkylamino-, $((C_1\text{-}C_4)$alkyl$)_2$amino-, $(C_3\text{-}C_6)$cycloalkylamino-, acylamino-, aryl$(C_1\text{-}C_4)$alkylamino-, heteroaryl$(C_1\text{-}C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2$- or $-C(R^{4c})(R^{4c'})$-, where R^{4c} and $R^{4c'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $((C_1\text{-}C_4)$alkyl$)_2$N-C(O)-, $(C_1\text{-}C_6)$alkylamino-, di$(C_1\text{-}C_4)$alkylamino-, $(C_3\text{-}C_6)$cycloalkylamino-, acylamino-, aryl$(C_1\text{-}C_4)$alkylamino-, heteroaryl$(C_1\text{-}C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or $-C(R^{4d})(R^{4d'})$-, where R^{4d} and $R^{4d'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl,

(C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; and

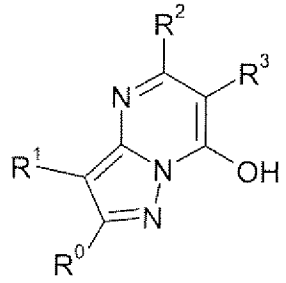
R^{4f} and $R^{4f'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, ((C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-

C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; or

(ii) -O-R^5, where R^5 taken together with R^3 forms a 5- to 6-membered partially saturated heterocyclic ring optionally containing an additional oxygen, or a 5-membered heteroaryl, said heterocyclic ring and said heteroaryl being optionally substituted with one or more substituents.

126(currently amended). A compound of Formula (4d)



(4d)

wherein

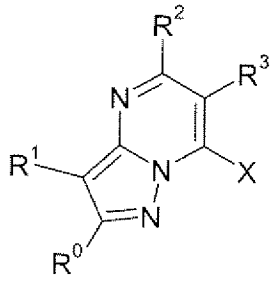
R^0 is ~~an optionally substituted aryl or an optionally substituted heteroaryl~~ 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl;

R^1 is an optionally substituted aryl or an optionally substituted heteroaryl; and

R^2 and R^3 are each independently hydrogen, halo, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, or (C_1-C_4)alkoxy;

~~provided that R^0 is not 4-methylsulfonylphenyl, 4-aminosulfonylphenyl, or a 4-alkyl-substituted phenyl when R^1 is a 4-halo-substituted phenyl; and R^0 and R^1 are not both an unsubstituted phenyl~~.

127(original). A compound of Formula (4e)



(4e)

wherein

X is chloro or bromo;

R^0 is an optionally substituted aryl or an optionally substituted heteroaryl;

R^1 is an optionally substituted aryl or an optionally substituted heteroaryl; and

R^2 and R^3 are each independently hydrogen, halo, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, or $(C_1\text{-}C_4)$alkoxy;

provided that R^0 is not 4-methylsulfonylphenyl, 4-aminosulfonylphenyl, or a 4-alkyl-substituted phenyl when R^1 is a 4-halo-substituted phenyl; and R^0 and R^1 are not both an unsubstituted phenyl.